

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re	)	Chapter 11
	)	
W.R. Grace & Co., <i>et al.</i> ,	)	Case No. 01-01139 (KJC)
	)	(Jointly Administered)
Debtors.	)	

**APPLICATION OF HAMILTON, RABINOVITZ & ALSCHULER, INC.<sup>1</sup> FOR  
FINAL APPROVAL AND ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS CONSULTANTS TO THE  
OFFICIAL COMMITTEE OF ASBESTOS PROPERTY DAMAGE CLAIMANTS**

Name of Applicant:	Hamilton, Rabinovitz & Alschuler, Inc.
Authorized to provide professional services to:	Official Committee of Asbestos Property Damage Claimants
Date of retention:	Retention order entered on February 20, 2002, <u>Nunc Pro Tunc</u> , to May 2, 2001
Final Compensation Period:	March 1, 2002 through September 30, 2011
Amount of compensation sought as actual reasonable and necessary:	<u>\$784,215.00</u> <sup>2, 3</sup>
Amount of expense reimbursement sought as actual reasonable and necessary:	<u>\$19,043.08</u> <sup>4, 5</sup>
This is an: ___interim <u>X</u> final application	

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<sup>1</sup> Hamilton, Rabinovitz & Alschuler, Inc., is now known as Hamilton, Rabinovitz & Associates, Inc.

<sup>2</sup> Reflects fees approved for interim applications based on Fee Auditor review and recommendations.

<sup>3</sup> Total includes final fees incurred in the Fraudulent Transfer Litigation Against Sealed Air Corporation, Cryovac, Inc. and Fresenius Medical Care Holdings.

<sup>4</sup> Reflects expenses approved for interim applications based on Fee Auditor review and recommendations.

<sup>5</sup> Total includes final expenses incurred in the Fraudulent Transfer Litigation Against Sealed Air Corporation, Cryovac, Inc. and Fresenius Medical Care Holdings.

**HISTORY OF FEES/COSTS REQUESTED AND FEES/COSTS APPROVED**

Date Filed	App Doc #	Fees Requested	Expenses Requested	Covering Dates	Order Doct #	Order File Date	Fees Approved	Expenses Approved
05/10/02	2039	\$27,945.00	\$309.81	3/1/02-3/31/02	2797	10/09/02	\$27,945.00	\$309.81
08/19/02	2566	\$42,535.00	\$5,473.05	4/1/02-6/30/02	3092	11/25/02	\$42,535.00	\$5,119.12
11/25/02	3067	\$21,435.00	\$58.57	7/1/02-9/30/02	3511	03/14/03	\$18,575.00	\$58.57
03/25/03	3547	\$13,950.00	\$188.56	10/1/02-12/31/02	4157	07/28/03	\$13,950.00	\$188.56
06/18/03	3915	\$14,625.00	\$54.36	1/1/03-3/31/03	4480	09/22/03	\$14,625.00	\$54.36
11/11/03	4676	\$45,895.00	\$4,485.93	4/1/03-6/30/03	4827	12/15/03	\$45,895.00	\$4,485.93
04/02/04	5393	\$3,247.50	\$726.05	10/1/03-12/31/03	5822	06/16/04	\$3,247.50	\$726.05
07/28/04	6037	\$8,877.50	\$479.86	1/1/04-3/31/04	6465	09/27/04	\$8,877.50	\$479.86
08/26/04	6267	\$11,640.00	\$0.00	4/1/04-6/3/04	7622	01/26/05	\$11,640.00	\$0.00
12/20/04	7231	\$11,310.00	\$0.00	7/1/04-9/30/04	8081	03/22/05	\$11,310.00	\$0.00
03/30/05	8143	\$94,492.50	\$128.02	10/1/04-12/31/04	8728	06/29/05	\$94,492.50	\$128.02
07/18/05	9005	\$45,045.00	\$2,025.84	1/1/05-3/31/05	9513	09/27/05	\$45,045.00	\$2,025.84
11/09/05	11019	\$2,272.50	\$0.00	4/1/05-6/30/05	11402	12/21/05	\$2,272.50	\$0.00
11/21/05	11130	\$10,987.50	\$0.00	7/1/05-9/30/05	12121	03/27/06	\$10,987.50	\$0.00
02/15/06	11819	\$9,505.00	\$0.00	10/1/05-12/31/05	12660	06/16/06	\$9,505.00	\$0.00
06/08/06	12619	\$19,420.00	\$0.00	1/1/06-3/31/06	13298	09/26/06	\$19,420.00	\$0.00
09/19/06	13258	\$40,137.50	\$0.00	4/1/06-6/30/06	14069	12/19/06	\$40,137.50	\$0.00
12/06/06	13935	\$49,320.00	\$190.11	7/1/06-9/30/06	15494	05/03/07	\$49,320.00	\$190.11
02/22/07	14646	\$13,880.00	\$0.00	10/1/06-12/31/06	16105	06/20/07	\$13,880.00	\$0.00
05/22/07	15770	\$9,905.00	\$0.00	1/1/07-3/31/07	16916	09/25/07	\$9,905.00	\$0.00
08/10/07	16527	\$16,650.00	\$0.00	4/1/07-6/30/07	17629	12/13/07	\$16,650.00	\$0.00
12/11/07	17612	\$20,062.50	\$0.00	7/1/07-9/30/07	18270	03/12/08	\$20,062.50	\$0.00
02/29/08	18167	\$15,025.00	\$177.81	10/01/07-12/31/07	18989	06/23/08	\$15,025.00	\$177.81

05/16/08	18730	\$4,375.00	\$0.00	1/01/08-3/31/08	19663	10/01/08	\$4,375.00	\$0.00
09/04/08	19462	\$4,375.00	\$0.00	4/1/08-6/30/08	20283	12/17/08	\$4,375.00	\$0.00
11/21/08	20120	\$937.50	\$0.00	7/1/08-9/30/08	21173	04/02/09	\$937.50	\$0.00
02/13/09	20725	\$625.00	\$0.00	10/01/08-12/31/08	22354	07/07/09	\$625.00	\$0.00
05/14/09	21680	\$2,812.50	\$0.00	01/01/09-03/31/09	23352	09/28/09	\$2,812.50	\$0.00
08/14/09	22811	\$1,562.50	\$0.00	04/01/09-06/30/09	23996	12/11/09	\$1,562.50	\$0.00
11/14/11	27937	\$700.00	\$0.00	07/01/11-09/30/11	28705	03/23/12	\$700.00	\$0.00
<b>TOTAL</b>		<b>\$563,550.00</b>	<b>\$14,297.97</b>				<b>\$560,690.00</b>	<b>\$13,944.04</b>

<b>HISTORY OF FEES/COSTS REQUESTED AND FEES/COSTS APPROVED IN ADVERSARY PROCEEDING NO. 02-2210</b>								
Date Filed	App Doc #	Fees Requested	Expenses Requested	Covering Dates	Order Doct #	Order File Date	Fees Approved	Expenses Approved
11/25/02	375	\$175,700.00	\$5,099.04	N/A	24678	4/27/10	\$175,700.00	\$5,099.04
3/25/03	461	\$47,825.00	0	N/A	24678	4/27/2010	\$47,825.00	0
<b>TOTAL</b>		<b>\$223,525.00</b>	<b>\$5,099.04</b>				<b>\$223,525.00</b>	<b>\$5,099.04</b>

**ATTACHMENT B**

<b>CUMULATIVE SUMMARY OF HOURS FOR FINAL COMPENSATION PERIOD</b>						
<b>Name of Professional Person</b>	<b>Position of Applicant</b>	<b>Number of years as an attorney</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Francine F. Rabinovitz	Partner	N/A	N/A	\$375.00	105.00	\$39,375.00
Francine F. Rabinovitz	Partner	N/A	N/A	\$400.00	49.70	\$19,880.00
Francine F. Rabinovitz	Partner	N/A	N/A	\$450.00	3.30	\$1,485.00
Francine F. Rabinovitz	Partner	N/A	N/A	\$500.00	8.90	\$11,900.00
Francine F. Rabinovitz	Partner	N/A	N/A	\$550.00	82.60	\$45,430.00
Francine F. Rabinovitz	Partner	N/A	N/A	\$600.00	75.30	\$45,180.00
Francine F. Rabinovitz	Partner	N/A	N/A	\$625.00	78.60	\$49,125.00
Francine F. Rabinovitz	Partner	N/A	N/A	\$700.00	1.00	\$700.00
Paul J. Silvern	Partner	N/A	N/A	\$325.00	96.90	\$31,492.50
Paul J. Silvern	Partner	N/A	N/A	\$350.00	38.60	\$13,510.00
Paul J. Silvern	Partner	N/A	N/A	\$375.00	19.00	\$7,125.00
Paul J. Silvern	Partner	N/A	N/A	\$400.00	11.50	\$7,840.00
Paul J. Silvern	Partner	N/A	N/A	\$450.00	0.70	\$315.00
Robert H. Sims	Principal	N/A	N/A	\$275.00	12.00	\$3,300.00
Robert H. Sims	Principal	N/A	N/A	\$300.00	6.70	\$2,010.00
Robert H. Sims	Principal	N/A	N/A	\$400.00	30.20	\$12,080.00
Robert H. Sims	Principal	N/A	N/A	\$500.00	19.50	\$9,750.00
Demetra Constantinou	Associate	N/A	N/A		16.50	\$2,887.50
James E. Hass	Partner	N/A	N/A	\$250.00	5.00	\$1,250.00
James E. Hass	Partner	N/A	N/A	\$400.00	122.10	\$48,840.00
James E. Hass	Partner	N/A	N/A	\$450.00	18.60	\$8,370.00
James E. Hass	Partner	N/A	N/A	\$500.00	159.80	\$101,200.00
Paul H. Honig	Sr.Analyst	N/A	N/A	\$175.00	2.00	\$350.00
Paul H. Honig	Sr.Analyst	N/A	N/A	\$250.00	5.00	\$6,950.00
Paul H. Honig	Sr.Analyst	N/A	N/A	\$275.00	50.00	\$13,750.00
Paul H. Honig	Sr.Analyst	N/A	N/A	\$300.00	71.50	\$21,450.00
Paul H. Honig	Sr.Analyst	N/A	N/A	\$325.00	2.00	\$650.00
Jeremy Cohen	Analyst	N/A	N/A	\$125.00	89.20	\$11,150.00
Joshua S. Katz	Associate	N/A	N/A	\$175.00	96.10	\$24,097.50
Joshua S. Katz	Associate	N/A	N/A	\$200.00	42.00	\$8,400.00
Joshua S. Katz	Associate	N/A	N/A	\$250.00	53.50	\$13,375.00
Gina G. Lewis	Associate	N/A	N/A	\$150.00	0.00	\$75.00
MeganV. Heath	Associate	N/A	N/A	\$125.00	0.60	\$75.00
<b>SubTotal:</b>					<b>1,373.40</b>	<b>\$563,367.50</b>

<b>LESS 50% TRAVEL DISCOUNT</b>		
<b>LESS ADJUSTMENT</b>		
<b>PLUS ADJUSTMENT</b>		182.50
<b>GRAND TOTAL</b>	*	\$563,550.00
<b>Blended Rate: \$</b>		\$410.33

\*These totals do not include hours and fees for the Frandulent Transfer Litigation as such exhibits were filed on the docket in the adversary proceeding and the docket entries are no longer accessible.

<b>CUMULATIVE COMPENSATION BY PROJECT CATEGORY FOR FINAL COMPENSATION PERIOD</b>		
<b>PROJECT CATEGORY</b>	<b>TOTAL HOURS</b>	<b>TOTAL FEES</b>
Case Administration	204.3	\$77,917.50
Fee Applications, Applicant	12.4	\$4,362.50
Claims Administration/Objections (Asbestos)	1288.3	\$480,970.00
<b>Subtotal</b>	<b>1505</b>	<b>\$563,250.00</b>
<b>Less 50% travel discount</b>		<b>\$0.00</b>
<b>Less Adjustment</b>		<b>\$0.00</b>
<b>Plus Adjustment</b>		<b>\$300.00</b>
<b>Total</b>	<b>1505</b>	<b>\$563,550.00</b>

<b>CUMULATIVE COMPENSATION BY PROJECT CATEGORY FOR FINAL COMPENSATION PERIOD FOR ADVERSARY PROCEEDING NO. 02-2210</b>		
<b>PROJECT CATEGORY</b>	<b>TOTAL HOURS</b>	<b>TOTAL FEES</b>
Fraudulent Transfer Litigation Matter	N/A	\$223,525.00

<b>CUMULATIVE EXPENSE SUMMARY FOR FINAL COMPENSATION PERIOD</b>	
In-House copies	\$397.25
Outside copies	\$0.00
Postage	\$0.00
Overnight Delivery	\$1,131.70
Outside Courier/Messenger Services	\$0.00
Long Distance Telephone Charges	\$2.28
Long Distance Fax Transmissions (Long distance charges only)	\$0.00
Telecopies	\$0.00
Computerized Research - Westlaw/PACER	\$70.19
Expert Fees and Costs	\$0.00
Data Entry	\$2,008.80
Meals	\$0.00
Parking & Mileage	\$0.00
Archival Retrieval Services	\$0.00
Messenger Services	\$729.65
Committee Meeting Costs	\$0.00
Court Reporters/Transcripts/Video Deposition Services	\$0.00
Professional Services	\$0.00
Less Cost Credit	\$0.00
Searches/Title/Name/Corp Searches	\$0.00
Miscellaneous	\$160.00
Overtime A/C	\$0.00
PublicAtion	\$0.00
Filing Fees	\$0.00
Miscellaneous Expenses for Fraudulent Transfer Litigation Matter	\$5,099.04
CD/DVD Duplication	\$0.00
Internet Connection - Outside Services	\$0.00
<b>Travel Expenses</b>	\$0.00
Miscellaneous Travel Expenses	\$448.00
Lodging	\$1,876.02
Airfare	\$7,001.44
Meals	\$314.31
Parking & Mileage	\$158.33
	\$0.00
	\$0.00
	\$0.00
Less Adjustment	
<b>TOTAL</b>	<b>\$19,397.01</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re	)	Chapter 11
	)	
W.R. Grace & Co., <i>et al.</i> ,	)	Case No. 01-01139 (KJC)
	)	(Jointly Administered)
Debtors.	)	

**APPLICATION OF HAMILTON, RABINOVITZ & ALSCHULER, INC. FOR  
FINAL APPROVAL AND ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS CONSULTANTS TO THE  
OFFICIAL COMMITTEE OF ASBESTOS PROPERTY DAMAGE CLAIMANTS**

Hamilton, Rabinovitz & Alschuler, Inc. (the "Applicant"), consultants to the Official Committee of Asbestos Property Damage Claimants ("PD Committee") of the above-captioned debtors (the "Debtors") in this Court, hereby submits its final Application (the "Final Application") pursuant to 11 U.S.C. §§ 330 and 331 and in accordance with the Administrative Fee Order (defined below) for final approval and allowance of compensation for services rendered and for reimbursement of expenses incurred in connection therewith, respectfully represents as follows:

**I. Introduction**

1. Applicant, as consultants to the PD Committee, seeks final approval and allowance, pursuant to section 331 of the Bankruptcy Code of compensation for the professional services rendered by Applicant as consultants for the PD Committee from March 1, 2002 through September 30, 2011 (the "Final Compensation Period") in the aggregate amount of \$784,215.00 representing 1450.9<sup>6</sup> hours of professional services and (ii) reimbursement of actual and necessary expenses incurred by the Applicant during the Final Compensation Period in

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<sup>6</sup> Per Attachment B, excludes hours from the Fraudulent Transfer Litigation.



connection with the rendition of such professional services in the aggregate amount of \$19,043.08.

2. This Court has jurisdiction over this application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

## **II. Background**

3. On April 2, 2001, each of the Debtors filed voluntary petitions for reorganization under chapter 11 of the Bankruptcy Code. The Debtors continue to operate its business and manage their properties as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors' chapter 11 cases have been procedurally consolidated and are being jointly administered. No trustee or examiner has been appointed in this case.

4. On April 12, 2001, the United States Trustee formed the PD Committee. Thereafter, the PD Committee approved the retention of Bilzin Sumberg Baena Price & Axelrod LLP ("Bilzin Sumberg") as its counsel.

5. By order dated February 20, 2002, the Court authorized the PD Committee to retain the Applicant nunc pro tunc to May 2, 2001, pursuant to 11 U.S.C. §§ 1103 and 328, as consultants to the PD Committee in these cases.

6. The Applicant has filed thirty previous interim fee applications with the Court for allowance of compensation and reimbursement of expenses for services rendered to the PD Committee. This Final Application is submitted pursuant to the terms of the Administrative Order Under §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members approved by the

Court on May 3, 2001, as amended by the Court's order of April 17, 2002 (collectively, the "Administrative Fee Order").

7. The Applicant has received no payment and no promise for payment from any source for services rendered in connection with these cases. There is no agreement or understanding between the Applicant and any other person for the sharing of compensation to be received hereunder.

8. As stated in the Certification of Francine F. Rabinovitz, President, attached hereto as Exhibit "A," all of the services for which compensation is sought herein were rendered for and on behalf of the PD Committee solely in connection with these cases.

### **III. Summary of Services Rendered**

9. In accordance with the Administrative Fee Order and the Local Rules, a summary of the professionals and their corresponding names, hourly rates and the number of hours incurred by each, the number of hours incurred by category and the summary of expenses for the Final Compensation Period are set forth on Attachment B. The hourly rates reflect what Applicant generally charges its other clients for similar services.

### **IV. Conclusion**

10. Applicant has necessarily and properly expended 1,450.9 hours of services in the performance of its duties as consultants to the PD Committee during the Final Compensation Period. Such services have a fair market value of \$784,215.00. The work involved and thus the time expended, was carefully assigned in light of the expertise required for each particular task.

11. In addition, Applicant incurred actual out-of-pocket expenses in connection with the rendition of services to the PD Committee in the sum of \$19,043.08.

12. Applicant has reviewed the requirements set forth in Local Rule 2016-2 and believes that this Final Application complies therewith.

WHEREFORE, Applicant respectfully requests pursuant to the Administrative Fee Order: a) the final approval and allowance, pursuant to section 331 of the Bankruptcy Code of compensation for professional services rendered to the PD Committee during the Final Compensation Period in the amount of \$784,215.00; b) the final approval and allowance of Applicant's out-of-pocket expenses incurred in connection with the rendition of such services during the Final Compensation Period in the amount of \$19,043.08; and c) such other relief as the Court deems just.

Dated: May 12, 2014

Respectfully submitted,

BILZIN SUMBERG BAENA PRICE &  
AXELROD LLP

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By: /s/ Jay M. Sakalo  
Scott L. Baena (Admitted Pro Hac Vice)  
Jay M. Sakalo (Admitted Pro Hac Vice)